

S

11:41 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000005034 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: BEGARE ENTERPRISES, INC.

AUDIT NUMBER.....H97000005034

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:10:04

RECEIVED

97 MAR 25 PM 12:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 MAR 25 PM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/26/97
TB

H9 7000 00 5034

ARTICLES OF INCORPORATION
OF
BEGARE ENTERPRISES, INC.

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: **Begare Enterprises, Inc.**

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue one hundred shares of stock at \$5.00 par value which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is 1505 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE VI

The name and address of the corporation's Registered Agent is SAMUEL SPENCER BLUM, suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.

Samuel Spencer Blum, Esq.

Florida Bar No. 273430

2666 Tigertail Ave. #106
Coconut Grove, FL 33133

(305) 854-1885

- Page 1 -

Samuel Spencer Blum

ATTORNEY AT LAW

H9 7000 00 5034

2666 TIGERTAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 854-1885 TELEFAX: (305) 854-3314

FILED
97 MAR 26 PM 9:17
TALLAHASSEE
STATE

H9 7000 005 034

ARTICLE VII

The corporation shall have two (2) directors initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial directors of this corporation are:

Beatrice Puja, 1004 2 Avenue, New York, New York 10022; and

Sheldon Columbia, 1004 2 Avenue, New York, New York 10022.

ARTICLE VIII

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX

The name and address of the incorporator is:

Sheldon Columbia, 1004 2 Avenue, New York, New York 10022.

ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

- Page 2 -

Samuel Spencer Bloom
ATTORNEY AT LAW

H9 7000 005 034

2000 TIGERTAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 894-1893 TELEFAX: (305) 894-4314

P.03/05

EMPIRE CORPORATE KIT

MAR-26-1997 12:39

H9 7000 005034

ARTICLE XIII

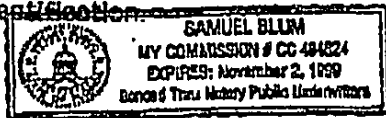
The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 25 day of March, 1997.

Sheldon Columbia
Sheldon Columbia, Incorporator

STATE OF FLORIDA)
 : SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25 day of March, 1997, by Sheldon Columbia, personally known to me or who has produced _____ as Identification.



Print Notary's name and
commission number

Samuel Blum
Notary Public
State of Florida at Large

- Page 3 -

H9 7000 005034

Samuel Spencer Blum

ATTORNEY AT LAW

2002 TIBERTAL AVENUE, SUITE 100, COCONUT GROVE, FLORIDA 33133 TELEPHONE (305) 854-1188 TELEFAX (305) 854-1184

P. 04/05

EMPIRE CORPORATE KIT

MAR-26-1997 12:40

H9 7000 00 5 034

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In compliance with §48.091, Florida Statutes, the following is submitted:

First, that Begare Enterprises, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami Beach, State of Florida, has named SAMUEL SPENCER BLUM, located at suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.

Sheldon Columbia
Sheldon Columbia, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

S. Spencer Blum
SAMUEL SPENCER BLUM

STATED
March 21, 1987
of Atlanta World Incorporated, 1000 Peachtree Street, N.E., Atlanta, Georgia 30309

FILED
97 MAR 25 PM 9:17
SECURITY DIVISION
TALLAHASSEE, FLORIDA

- Page 4 -

H9 7000 005 034

Samuel Spencer Blum
ATTORNEY AT LAW

2600 TIDEWATER AVENUE, SUITE 100, COCONUT GROVE, FLORIDA 33009 TELEPHONE: (305) 854-1822 TELEFAX: (305) 854-3314

P.05/05

EMPIRE CORPORATE KIT

MAR-26-1997 12:40